

Division of Corporations

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## Florida Department of State

Division of Corporations  
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## LIMITED LIABILITY COMPANY

Links at Pablo Beach, L.L.C.

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**ARTICLES OF ORGANIZATION**

**OF**

**Links at Pablo Beach, L.L.C.**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") shall be Links at Pablo Beach, L.L.C.

**ARTICLE II  
DURATION**

Unless earlier terminated pursuant to the Act or the regulations (as defined in §608.402(13) of the Act) of this Company, the period of its duration shall be perpetual.

**ARTICLE III  
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be 512 Washington Street, Orlando, Florida 32801.

**ARTICLE IV  
REGISTERED AGENT**

The initial registered office of this Company shall be 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202, and its initial registered agent at such office shall be MOTOLAW, Inc.

Prepared by Peter O. Larsen, Esq.  
Milam Otero Larsen Dawson & Traylor, P.A.  
50 North Laura Street, Suite 2750  
Jacksonville, FL 32202  
(904) 798-3700  
Florida Bar Number 0849146

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**ARTICLE V  
ADDITIONAL MEMBERS**

Pursuant to §608.407(1)(e), Florida Statutes, additional members may be admitted upon the approval by the then current members owning one hundred percent (100%) of the membership interests.

**ARTICLE VI  
CONTINUATION OF BUSINESS**

Pursuant to §608.407(1)(f), Florida Statutes, the remaining members of this Company shall have the right to continue the Company's business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of the member in this Company.

**ARTICLE VII  
MANAGEMENT OF THE COMPANY**

This Company will be managed by one of its members in accordance with and subject to the requirements of the Act and the regulations of this Company. The name and address of the initial Managing Member (as defined in §608.402(9) of the Act), who shall serve as Managing Member until the first annual meeting of the members or until its successor is elected and qualifies, is as follows:

T.H.E. Group, Inc.  
512 Washington Street  
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned, the Managing Member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407(4) of the Act.

LINKS AT PABLO BEACH, L.L.C.

By: T.H.E. Group, Inc., a Florida  
corporation, as Managing  
Member

By: *Richard Toomey*  
Richard Toomey  
Its: President

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STATE OF FLORIDA  
COUNTY OF DUVAL

Sworn to and subscribed before me  
this 18<sup>th</sup> day of February, 1999.

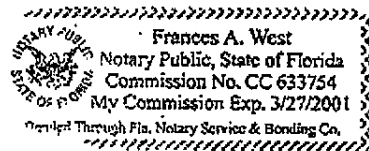
Frances A. West

Notary Public, State of Florida

Print Name: FRANCES A. WEST

Commission Expires: \_\_\_\_\_

Commission No.: \_\_\_\_\_



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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following is submitted:

Links at Pablo Beach, L.L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates MOTOLAW, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.

DATED this 18<sup>th</sup> day of February, 1999.

LINKS AT PABLO BEACH, L.L.C.

By: T.H.E. Group, Inc., a Florida  
corporation, as Managing Member

By: Richard Toomey  
Richard Toomey  
Its: President

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Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 18<sup>th</sup> day of February, 1999.

MOTOLAW, INC., a Florida corporation

By: Peter Larsen  
Peter O. Larsen, as President

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

BEFORE ME, the undersigned authority, personally appeared Richard Toomey, President of the Managing Member of Links at Pablo Beach, L.L.C. (the "Company"), pursuant to Florida Statutes Section 608.407(2) and after having been duly sworn, hereby affirms the following:

1. The Company has at least one (1) member.
2. The actual amount of cash contributed to date of the member(s) is: \$ -0-
3. The agreed value of any property other than cash contributed is: \$ -0-
4. The total amount of cash or property anticipated to be contributed by the member(s) at this time is: \$129,000.00

**FURTHER AFFIANT SAYETH NOT.**

Under the penalties I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated: 18<sup>th</sup> day of February, 1999.

LINKS AT PABLO BEACH, L.L.C.

By: T.H.E. Group, Inc., a Florida  
corporation, its Managing Member

By: Richard Toomey  
Richard Toomey  
Its: President

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The foregoing Affidavit of Membership and Contributions of Links at Pablo Beach, L.L.C., a Florida limited liability company (the "Company"), was executed, acknowledged and delivered before me this 18<sup>th</sup> day of February, 1999, by Richard Toomey, the President of the Managing Member of the Company, in Jacksonville, Florida.

[SEAL]

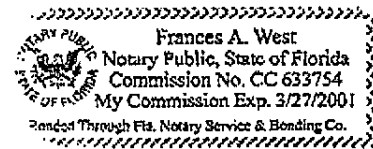
Personally known: ✓

or

Produced identification: \_\_\_\_\_

Type of identification produced: \_\_\_\_\_

Frances A. West  
Notary Public  
Print Name: FRANCES A. WEST  
Commission Number: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_



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